**CONSTITUTION OF HASSRA**

**1. TITLE**

1. The title of the Association is **HASSRA** (hereunder termed the Association).

**2. MEMBERSHIP**

2(a) Membership is open to all serving, including casual, employees and retired staff of the Department of Health, Department for Work and Pensions, Food Standards Agency and their Executive Agencies and may also be open to such other persons as the Board of Management shall determine from time to time.

2(b) Associate membership is open to anyone who has previously worked for a qualifying department, agency or other eligible employer.

2(c) Associate membership is open to any individual who works indirectly for a qualifying employer via a third party employer and cannot pay subscriptions directly from salary.

2(d) The Council delegates to the National Board of Management responsibility for setting the rules governing associate membership.

2(e) The Council (constituted as in Article 5) may at its discretion also admit Honorary Members on such conditions and with such privileges as they may determine from time to time.

2(f) The Council may at its discretion offer Life Membership of the Association, without subscription, to any person who, in its opinion**,** has rendered outstanding service to the Association.

**3. OBJECTS**

3. The objects of the Association shall be to:

3(a) facilitate a high quality sports, social and leisure programme which is cost effective, embraces diversity and inclusion, and is delivered with integrity; and to fund from HASSRA subscriptions and Lottery income only those elements of the programme which are open to all HASSRA members.

3(b) work in partnership with sponsor departments and agencies in promoting the wellbeing and work-life balance of existing and potential members and, in so doing, demonstrate the value HASSRA generates for both sponsors’ businesses and members.

3(c)(i) co-operate as an affiliated Departmental Association with CSSC Sports & Leisure for the purposes of encouraging and co-ordinating the pursuit of sport leisure and recreation among the employees and retired staff of the Departments and their Executive Agencies as detailed at Article 2 of this constitution, and Affiliated Associations as hereinafter defined in Article 4 of this constitution; but such affiliation will be withdrawn by National Board of Management in consultation with regions at any time if it runs counter to any of the Association’s aims and objectives contained in Article 3 or is considered not to be in the best interests of HASSRA.

**4. AFFILIATED ORGANISATIONS**

4. Members may form local Affiliated Associations based on divisions to be determined by the Council at Annual or Special Conferences and such Affiliated Associations must apply for affiliation to the Association. Any change to an Affiliated Association's compilation orboundaries shall require a two-thirds majority decision by the Council, and the rules of Affiliated Associations shall be and continue to be subject to approval by the Board of Management (as comprised under Article 6(b)).

**5. THE COUNCIL**

5. The governing body of the Association shall be a Council comprising the officers of the Association and one delegate from each Affiliated Association.

**6. MANAGEMENT OF THE ASSOCIATION**

 **Board of Management**

6(a) The Board of Management shall be responsible for the management of the current business of the Association between Conferences of the Council and shall meet not less than 4 times each year, unless the Chairperson and National Operations Directorconsider that a particular meeting should for good reason be dispensed with.

6(b) The Board of Management shall comprise the Chairperson, National Operations Director, Finance Director, and up to five members elected at Conference. At the first Board of Management meeting held after each Annual Conference, the Board shall appoint a Vice-Chairperson from one of the elected Board members.

6(c) In discharging its responsibilities under article 6(a), the Board of Management at its absolute discretion may delegate the necessary powers and budgets to such Committee or Committees as it deems necessary provided that, before formation, any such Committee shall have specific terms of reference determined and such Committee or Committees shall at all times be directly accountable to the Board of Management.

6(d) Only the National Chairperson, National Operations Director and National Finance Director shall have the authority to enter contracts and commercial relationships on behalf of the Association.

 **Programme and Delivery Committee**

6(e) The Programme and Delivery Committee shall be accountable to the Board of Management for responsibilities delegated to it under article 6(c).

6(f) The Programme and Delivery Committee shall comprise the Programme and Delivery Manager who shall be the PDC Chairperson, all the Programme and Recruitment Partners and two volunteers elected on a three yearly basis at Annual Conference.

6(g) No member shall serve concurrently on both the Board of Management and Programme and Delivery Committee without prior specific authorisation by the Board of Management.

 **Finance Committee**

6(h) The Finance Committee shall be accountable to the Board of Management for responsibilities delegated to it under article 6(c).

6(i) The Finance Committee shall comprise the Finance Director (as Chairperson) and six members elected at Conference. The Finance Committee shall also appoint a non-executive member, subject to the approval of the Board of Management.

6(j) Members of the National Finance Team will be the only Members eligible to have authority to manage the national association’s bank accounts, funds and investments as nominated exclusively by the Finance Director.

 **Diversity and Inclusion Committee**

6(k) The Diversity and Inclusion Committee shall be accountable to the Board of Management for responsibilities delegated to it under article 6(c).

6(l) The Diversity and Inclusion Committee shall comprise the National Board’s nominated representative as chairperson and five elected members. The Diversity and Inclusion Committee may also co-opt non-elected members, subject to the approval of the National Board.

 **Awards Committee**

6(m) The Awards Committee shall be accountable to the Board of Management for responsibilities delegated to it under article 6(c).

6(n) The Awards Committee shall comprise the National Operations Director and up to three members elected at Conference. The Awards Committee shall have the power to appoint its own Chairperson, from among its members, subject to the approval of the Board of Management.

**Member Indemnification**

6(o) The Association agrees to indemnify National Officers and members of the National Finance Team against any claims, including associated legal fees and expenses, that may be initiated against them on account of their execution of their on-going duties with the Association, provided that the action which has given rise to the claim was:

 (i) mandated by the Association, whether by resolution of the Council or decisions of the National Board of Management or by directions of the National Operations Director;

(ii) lawful;

(iii) in the usual course of business and operation of the Association; and

(iv) objectively reasonable in the circumstances, taking into account the general knowledge, skill and experience reasonably expected of a person carrying out the role of the individual in question and the individual’s own general knowledge, skills and experience.

**7. OFFICERS OF THE COUNCIL, AND EX-OFFICIO NON-VOTING MEMBERS OF THE COUNCIL**

7(a) Officers of the Association shall be:

 The Patrons, President, Vice Presidents, any Life Vice-Presidents, the Chairperson, National Operations Director, Finance Director, Programme and Recruitment Manager and the Communications Manager. The current officers of the Association are listed in the Schedule.

7(b) The Patrons, President, Vice Presidents, Life Vice-Presidents, Programme and Recruitment Manager and the Communications Manager shall be ex-officio, non-voting members of the Council.

**8. ANNUAL CONFERENCE**

8(a) An Annual Conference of the Council shall be convened and held as soon after the end of March each year as may be practicable, at a date and time of which not less than 42 days (6 weeks) notice shall be given.

8(b) Nominations for the posts specified in articles 8(e)iii – vi must be sent to the National Operations Director to reach her/him not less than 42 days (6 weeks) before the date of the Annual Conference. The NationalOperations Director shall give Conference at least 28 days (4 weeks) notice of the nominations received.

8(c) ‘The NationalOperations Director shall give Conference at least 28 days (4 weeks) notice of the Annual Report and audited financial statements.

8(d) From time to time the Board of Management will consider the rules that apply to elections for posts in the following sub-paragraphs. These rules will be published annually to all Affiliated Associations**.**

8(e) At the Annual Conference:

 (i) The business of the Council shall be conducted in accordance with the Rules of Debate appended to this Constitution as Appendix 1.

 (ii) The Patrons, the President and the Vice-Presidents of the Association for the ensuing year shall be elected. Any nomination for Life Vice-President shall also be considered and voted upon.

 (iii) The appointment of the Chairperson, determined by the Permanent Secretary of the Department for Work and Pensions in consultation with the Permanent Secretary of the Department of Health, shall be presented for ratification.

 (iv) Where required and in accordance with published rules of election, up to five Board of Management members shall be elected each for a period of three years.

 (v) Where required and in accordance with published rules of election, up to five members of the Finance Committee shall be elected each for a period of three years.

 (vi) Where required and in accordance with published rules of election, up to five members of the Diversity and Inclusion Committee shall be elected each for a period of three years.

 (vii) Where required and in accordance with published rules of election, up to three members of the Awards Committee shall be elected each for a period of three years.

 (viii) Where required and in accordance with published rules of election, up to two members of the Programme and Delivery Committee shall be elected each for a period of three years.

 (ix) The Annual Report and audited financial statements of the Association for the preceding financial year shall be received, considered and if approved, passed.

 (x) The Programme and Delivery Committee, the Finance Committee, the Diversity and Inclusion Committee, and the Awards Committee shall provide reports of their work during the preceding year, which shall be considered and if approved, passed.

 (xi) An auditor, who shall not be a member of the Board of Management, shall be appointed to audit the finances of the Association for the ensuing year, subject to the approval of the Permanent Secretary of the Department for Work and Pensions.

 (xii) The Board of Management shall present a business plan and budget for the year ahead, which shall be considered and if approved, passed.

 (xiii) A representative or representatives of the Association to the CSSC Sports & Leisure shall be appointed for the ensuing year.

 (xiv) Any item of business may be raised by any of the officers,any member of the Board of Management, or by any nominated representative of an Affiliated Association, provided that not less than 42 days (6 weeks) formal notice thereof has been given to the NationalOperations Director to enable her/him to give Council members at least 28 days (4 weeks) notice of the business to be discussed.

**9. FURTHER CONFERENCES**

9. Further Conferences of the Council shall be called at any time upon 28 days notice at the instigation of the President or of the Chairperson, or upon the written request of at least 3 Affiliated Associations.

**10. VOTING AND DECISIONS AT CONFERENCES**

10. Voting shall be limited to one vote from each of the Chairperson, National Operations Director*,* Finance Director and the nominated delegates from each Affiliated Association provided, however, that in the event of a tied vote the Chairperson shall have an additional or casting vote as stipulated in Article 16**.**

**10A VOTING AND DECISIONS OF THE COUNCIL, BOARD OF MANAGEMENT, PROGRAMME AND DELIVERY COMMITTEE, FINANCE COMMITTEE AND AWARDS COMMITTEE**

10(A) Each member shall have one vote provided, however, that in the event of a tied vote the Chairperson shall have an additional or casting vote as stipulated in Article 16.

**11. OTHER COMMITTEES AND SUB-COMMITTEES**

11. The Council shall have power to appoint Committees additional to the Board of Management to deal with specific matters. Unless otherwise directed by the Council, such additional Committees or Sub-Committees shall report to the Board of Management. Theexistence of all such additional Committees or Sub-Committees in being at the time of the Annual Conference shall be reviewed and each Committee or Sub-Committee either discharged or re-appointed.

**12 NATIONAL OPERATIONS DIRECTOR**

12(a) The post of National Operations Director shall be a salaried position within the Department for Work and Pensions. Selection for the post shall be made by reference to the prevailing personnel rules and procedures of that Department and with due regard to the required performance competencies and person specification identified.

12(b) The National Operations Director shall cause adequate records to be kept of all proceedings of the Council and the Board of Management and any additional Committees appointed by the Council. The Board of Management shall ensure that adequate records of the meetings of any Sub-Committees appointed by it are also made and retained either by the National Operations Director or by some other appointed person. The NationalOperations Director shall on all occasions in the execution of her/his office act under the superintendence and direction of the Council and of the Board of Management, and between meetings of the Board of Management s/he shall be responsible, in consultation with the Chairperson, for the conduct of the day to day business of the Association.

**13. FINANCE DIRECTOR**

13(a) The post of Finance Director shall be a salaried position within the Department for Work and Pensions. Selection for the post shall be made by reference to the prevailing personnel rules and procedures of that Department and with due regard to the required performance competencies and person specification identified.

13(b) The Finance Director shall be responsible for the funds of the Association and shall maintain accounts of all sums received and expended from time to time in a form approved by the Council. The Finance Director shall also be responsible for safe custody and production of the Association's securities property and assets and the Association’s bank account(s).

**14. APPOINTMENT OF ASSISTANTS TO THE NATIONALOPERATIONSDIRECTOR AND FINANCE DIRECTOR**

14. The Council or the Board of Management may appoint assistants to the National Operations Director and Finance Director as and when required. The assistants may attend meetings of the Council and of the Board of Management but shall have no voting rights.

**15. QUORUM OF THE COUNCIL, BOARD OF MANAGEMENT, COMMITTEES AND SUB-COMMITTEES**

15.Thequorum for the Council, the Board of Management, and any other Committee or Sub-Committee shall be one half of the full membership of each relevant body who areeligible to vote.

**16. CASTING VOTE OF CHAIRPERSON**

16. The Chairperson at any Conference of the Council or at any meeting of the Board of Management or of any Committee or Sub-Committee shall, in the event of a tied vote, have an additional or casting vote.

**17. FINANCE**

17(a) The financial year of the Association shall end on the 31 December of each year or such other date as the Council may from time to time determine.

17(b) All monies received for or on account of the Association shall be paid to the credit of the Association's banking account.

17(c) Payments drawn on the Association's banking account shall be signed by two members an approved list of signatories who are authorised by the Finance Director, as agreed by the HASSRA Board of Management.

17(d) The accounts of the Association shall be audited by the approved auditor in accordance with Article 8(e)viii.

17(e) The Council shall have power to fix the amount of subscriptions to be paid by members or groups of members of the Association, and may delegate that power to the National Board of Management provided that increases do not exceed 10% of the prevailing rate.

17(f) The Council shall have power to borrow money and to purchase or lease property.

17(g) From time to time assets of the Association shall be acquired and held in the name of the Permanent Secretary of the Department for Work and Pensions on behalf of the Association.

17(h)The income and property of the Association shall be applied solely towards the promotion of the objectives of the Association as defined at Article 3 of the Constitution and no portion shall be paid or transferred directly or indirectly by way of dividend, bonus or by way of profit to the members of the Association (otherwise than on winding up or dissolution). This does not prevent the payment in good faith of remuneration to any officers, any member of the Association, or to any other person in return for any services actually rendered to the Association.

**18 AMENDMENT TO THE CONSTITUTION**

18. This Constitution may be amended by resolution at any Conference provided:

18(a) that such resolution shall not be held to be passed unless carried by a majority of at least two-thirds of the members present at the meeting and entitled to vote therein;

18(b) that any amendment to the Constitution shall be subject to notification to, and ratification by, the Permanent Secretary of the Department for Work and Pensions in consultation with the Permanent Secretary of the Department of Health. Unless such approval is given and notified to the Association within three months from the passing of such resolution, then such resolution shall be null and void.

**19 BYE-LAWS**

19. The Council shall have the power to make such bye-laws as are not inconsistent with the Constitution in respect of and to facilitate or deal with any matters either arising in the day to day management of the Association or in relation to any specific matter.

**20 NOTICE**

20. Notice of any matter shall be deemed to have been delivered if such notice has been posted by mail or courier to the official address of the relevant person, committee member orProgramme and Recruitment Partnerin the case of Affiliated Associations.

**21 INTERPRETATION**

21. The reference to retired staff in Article 2a of this Constitution shall be deemed to include retired staff of the Ministry of Pensions and National Insurance, the National Assistance Board, the Ministry of Health, the Ministry of Social Security**,** the Department of Health and Social Security, the Department of Social Security, the Department of Health, the Department for Work and Pensions, the Food Standards Agency and of any of their Executive Agencies*.*

**22 DISSOLUTION OF THE ASSOCIATION**

22(a) The Association may be dissolved by a resolution at any Conference provided that:

(i) notice of the motion has been given in writing to all members of the Board of Management and all Affiliated Associations at least **four** weeks prior to the meeting and that;

(ii) such motion shall not be held to be passed unless carried by a majority of at least two-thirds of the members present at the meeting and entitled to vote therein, and if, after payment of all debts, any land or property remain, the same shall be dealt with in such manner as may be directed by the Permanent Secretary of the Department for Work and Pensions in consultation with the Permanent Secretary of the Department of Health at their joint and absolute discretion.

22(b) The Permanent Secretary of the Department for Work and Pensions in consultation with the Permanent Secretary of the Department of Health shall have the power to require that the Association be dissolved should at any time s/he deem the continuance of the Association unnecessary or undesirable, and the Association shall comply with such instructions within such period as the Permanent Secretary may stipulate.

Dated: May 2022

**Appendix 1 to the HASSRA National Constitution**

**HASSRA ANNUAL CONFERENCES OF THE COUNCIL – CONDUCT AND RULES OF DEBATE**

**Conferences of the Council**

1. Conferences of the Council – often called the AGM or Conference – comprise:
2. The National Chairperson
3. Officers of the Association (National Operations Director and Finance Director)
4. One delegate from each of the 12 Affiliated Associations (Regions).
5. The Constitution specifies the business of Conferences of the Council and formalities and timescales for papers, nominations for elections and motions for consideration.
6. Ordinarily the Conference will be conducted in person. The Constitution is silent on who may attend the Conference in addition to the Council. However, it is customary for Affiliated Associations to bring observers. It is also accepted that ordinary members may also attend the meeting, although in practice available space will necessarily limit numbers.

**Motions to Conference**

Submission and Initial Scrutiny

1. Motions must be submitted in the prescribed form and timescale. Motions so received will in the first instance be scrutinised by the National Operations Director to ensure they are clear, operable and within the rules and objects of the Association. If the NOD has any doubts as to these requirements he will refer the motion to the National Chairperson who will then consult with the Chairperson of the relevant Affiliated Association. The purpose of this consultation is to ensure that motions are capable of meaningful debate and implementation; it is not to inhibit full participation in the management and development of the Association or to curb controversy or challenge.

5. Motions going forward to Conference will be circulated to all affiliated associations no later than four weeks prior to the date of Conference. As these motions will have been proposed, seconded and agreed either at an Affiliated Association annual general meeting or board of management meeting or by the National Board of Management, they will not need to be seconded at Conference.

Handling of Motions at Conference

1. The discussion of motions shall proceed as follows:
2. The nominated proposer shall present the motion to Conference.
3. One other Council member may speak in support of the motion.

iii. Where the motion is proposed by a delegate of an Affiliated Association a member of the National Board of Management may respond to the motion on behalf of the Board.

1. Following this sequence of speakers, other members of the Council may speak to the motion. Non-Council members may also speak at the National Chair’s discretion.
2. Before bringing the discussion to a close, the National Chair will invite the proposer to respond to any comments, questions and suggestions raised during the debate.
3. Following the proposer’s response, and assuming the motion has not been withdrawn or amended, the Council will move to a formal vote.
4. Where in the course of debate a Council member proposes an amended motion:

i. the chairperson will ensure the amended motion is sufficiently clear and operable before asking for it to be seconded by another member of the Council
5. if the amended motion is not seconded, it falls immediately.
6. where it is seconded, the Chairperson will invite discussion in accordance with paragraph 5 before moving to a vote.
7. if the amended motion is passed, the original motion falls automatically.
8. if it is not passed, the Chairperson will move to a vote on the original motion.

Status of Motions Passed at Conference

1. The Council has exclusive control over matters reserved by the Constitution for Council’s consideration. Only the Council may reverse, revise or replace the Council’s decisions on any of these matters except where the constitution otherwise expressly permits the Council to delegate that control to an alternative decision-making body of the Association. They comprise:
2. determination of association boundaries (by two-thirds majority)
3. appointment of committees additional to the National Board.
4. determination of the subscription rate.
5. amendments to the Constitution (by two thirds majority and subject to ratification by DWP/DH permanent secretaries).
6. making of bye-laws covering day-to-day management of the Association or of specific issues.
7. dissolution of the Association.
8. Any decision taken by the Council on a matter not reserved to the Council will remain in force until the Council or the National Board of Management (or any other competent body acting expressly on behalf of the National BOM) reverses, revises or replaces it. The circumstances in which the National Board of Management would reverse, revise or replace a decision by the Council comprise;
9. where a motion is incapable of implementation eg. it is unlawful or contrary to business sponsors’ policies or impracticable.
10. where there is a compelling need or urgent necessity to do so eg. in response to a change in a relevant law or in business sponsors’ policies or in dealing with a financial issue such as a shortfall in funds to meet contractual or other commitments.
11. where the Council has already given the National Board of Management delegated authority to act.
12. where a motion has effectively expired eg. a decision of the Council has run its course and is now being taken forward as business-as-usual.
13. In the event that the National Board wishes to reverse, revise or replace a decision of the Council in accordance with the provisions of section 9 it would consult Affiliated Associations before doing so in matters affecting:
14. Association strategy and policy.
15. Major financial issues affecting national funds.
16. support to regional associations i.e. the service model.
17. regions’ income or expenditure.
18. anything else which it considers to be of sufficient importance.
19. Any changes to a decision made originally by the Council would need to be reported and explained in the Annual Report submitted to the next Conference of the Council.
20. If the Council wishes to reserve exclusive control over any matter brought forward by a motion that is not already reserved to it by the Constitution, it should do so either by amending the Constitution to expressly reserve it to itself or by making a bye-law to direct the National Board how it should be managed going forward.

Special General Meetings

1. Further Conferences of the Council – more usually referred to as SGMs or Special General Meetings - comprise:
2. The National Chairperson
3. Officers of the Association (National Operations Director and Finance Director)
4. One delegate from each of the 12 Affiliated Associations (Regions).
5. The Constitution specifies the formalities and timescales for calling an SGM.
6. Where an SGM is to be called by the President or Affiliated Associations the National Chairperson will be consulted before the SGM is called. The purpose of the consultation is to provide assurance that an SGM is appropriate to the business at hand, necessary and cannot be dealt with in any other way. The National Chair may not, however, prevent an SGM being called.
7. Ordinarily the business of an SGM will be more limited than for a full AGM. This may mean that the costs in time, travel and accommodation may be disproportionate to the business at hand. Modern communications – video-conferencing, telephone conferencing, and so on – offer cost-effective alternatives to face-to-face meetings. However, the National Chairperson will always consult Regional Chairs in deciding whether an alternative to a face-to-face meeting is appropriate to the subject matter and prevailing circumstances.

17. As the Constitution is silent on who may attend an SGM in addition to the Council, the National Chair shall determine whether it is appropriate and practicable to open the meeting to observers and ordinary members, whether the SGM is conducted face-to-face or by other means.

**Making Bye-Laws**

1. The Constitution provides for the making of bye-laws but is silent on the procedure for doing so. In view of the preceding paragraphs covering matters such as the reservation of matters to the Council, it is important that the Council has sufficient flexibility to act in a timely way when making directions for the future handling of business. The council should therefore be free to propose and adopt bye-laws in the course of a meeting the Council and without prior notice, as follows.

Handling of Bye-Laws at Conference

1. The discussion of bye-laws shall proceed as follows:

i. A bye-law may be proposed by a member of the Council at any time in the course of a meeting of the Council. The National Chairperson will rule on whether the proposed bye-law is appropriate to the business at hand ie. confirm a bye-law is an appropriate way to deal with the subject matter.

ii. One other Council member may speak in support of the by-law.

iii Where the bye-law is proposed by a delegate of an Affiliated Association a member of the National Board of Management may respond to the proposed bye-law on behalf of the Board.

1. Following this sequence of speakers, other members of the Council may speak to the proposal. Non-Council members may also speak at the National Chair’s discretion.
2. Before bringing the discussion to a close, the National Chair will invite the proposer to respond to any comments, questions and suggestions raised during the debate.
3. Following the proposer’s response, and assuming the bye-law has not been withdrawn or amended, the Council will move to a formal vote.
4. Where in the course of debate a Council member proposes an amended bye-law:

i. the chairperson will ensure the amended bye-law is sufficiently clear and operable before asking for it to be seconded by another member of the Council
5. If the amended bye-law is not seconded, it falls immediately.
6. Where it is seconded, the Chairperson will invite discussion in accordance with paragraph 19 *et seq* before moving to a vote.
7. If the amended bye-law is passed, the original proposal falls automatically.
8. If it is not passed, the Chairperson will move to a vote on the original proposal.

Status of Bye-laws Passed at Conference

1. The Council has exclusive control over bye-laws and only the Council may reverse, revise or replace the Council’s decisions on any of these matters. However, a bye-law may be over-ruled or over-taken by subsequent motions to the Council.
2. Because bye-laws may be proposed and adopted in the course of a meeting of the Council, it may be appropriate for the Council to direct another body, such as the BOM or NOD, to formally draw up the bye-law after the meeting, in which case Council members will be given an opportunity to ratify the final wording. (This role can be performed by correspondence rather than a meeting.)

**End.**